

COMMISSIONERS
JEFF HATCH-MILLER - Chairman
WILLIAM A. MUNDELL
MARC SPITZER
MIKE GLEASON
KRISTIN K. MAYES



ARIZONA CORPORATION COMMISSION

BRIAN C. MCNEIL
 Executive Director

DAVID RABER
 Director, Corporations Division

GENERAL FILING INSTRUCTIONS
FOR
ARTICLES OF DOMESTICATION
 (Pursuant to ARS §§10-222 & 10-3222)

ALL CORPORATIONS DOMESTICATING INTO ARIZONA MUST COMPLY WITH THE FOLLOWING:

1. Make sure that the corporate name you are using is available for use by your corporation. (The name may be formally reserved for 120 days for a fee of \$10.00.) If you are a holder of a tradename that is identical or non-distinguishable from the proposed name, you will be asked to provide a copy of the tradename certificate or "received" copy of the tradename application. Names may be checked on our website (www.cc.state.az.us/corp/filings/namingpolicy.htm). Web access is available to the public at our Phoenix and Tucson offices.
2. Deliver the completed original Articles of Domestication (and one (1) or more exact copies) to the Commission. Your filed copy will be returned to you when all requirements have been satisfied. Notarization is not required.
3. The domestication must be executed by a duly authorized officer.
4. Statutory Agent must provide a physical street/location address (A P.O. Box may also be shown, however, a physical street/location address must be furnished). A statutory agent may be either an individual Arizona resident, a domestic corporation or limited liability company, or foreign corporation or limited liability company authorized to transact business in Arizona.
5. The Certificate of disclosure must be signed and dated, within 30 days of delivery to this office, by a duly authorized officer.
6. If the person executing the documents has a power of attorney authorizing him/her to do so, a copy of the document granting authority must be included with the filing.
7. Attach a Certificate of Existence (Good Standing) duly authenticated by the official having custody of the corporate records in the jurisdiction in which the corporation was incorporated before the transfer of domicile.
8. Pay the required (U.S.) Fees. Please make check payable to the Arizona Corporation Commission. Expedited service is available for an additional \$35.00 fee.

	<u>Regular</u>	<u>Expedited</u>		<u>Regular</u>	<u>Expedited</u>
Business	\$100.00	\$135.00	Non-Profit	\$100.00	\$135.00

9. **AFTER FILING THE ARTICLES, THEY MUST BE PUBLISHED.** Within sixty (60) days after filing with the Commission, there must be published in a newspaper of general circulation in the county of the known place of business in Arizona, for three (3) consecutive publications, of a copy of your APPROVED Articles of Domestication. A list of acceptable newspapers in each county will accompany the approval letter and is posted on the Commission web site at www.cc.state.az.us/corp. Within ninety (90) days after filing, an Affidavit evidencing the publication must be filed with the Commission

ALL DOCUMENTS FILED WITH THE ARIZONA CORPORATION COMMISSION ARE PUBLIC RECORD. AS SUCH, ALL DOCUMENTS ARE OPEN FOR PUBLIC INSPECTION

DOMESTIC PROFIT OR NONPROFIT ARTICLES OF DOMESTICATION CHECKLIST

Cover Sheet

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- ☐ Attach a completed cover sheet to the filing.

Corporation Name

- ☐ Check name for availability on our website (www.cc.state.az.us/corp/filings/namesrch.htm).
☐ If applicable, Attach copy of trade name Certificate, or Declaration of Trade Name Assignee, or Declaration of Holder of Trade Name.

Certificate of Disclosure

- ☐ Check Box A or B. If B, attach required information.
☐ Check part C, Yes or No. If yes, attach required information.
☐ Affix signature(s) of officer(s). Must be dated within 30 days of delivery to the Commission.

Articles of Incorporation

- ☐ Indicate the proposed name of the corporation.
☐ Provide the name of the state or jurisdiction that the corporation was originally incorporated and the date of its incorporation.
☐ Indicate initial business / affairs.
☐ Indicate the number of shares of stock corporation is authorized to issue, series, class and preference, if any (profit only).
☐ Indicate the street address of the known place of business in Arizona. May be in care of the address of the statutory agent
☐ Indicate the name and address of the statutory agent (If a statutory agent has a P.O. Box, then they must also provide a physical description of their street address/location).
☐ Indicate the name(s) and address(es) of the board currently serving as directors. Minimum of one.
☐ Indicate whether the corporation will or will not have members (Nonprofit only).
☐ Indicate the date of adoption by the Board of Directors, Shareholders and Members.

Fees

- ☐ Attach check for filing fee. \$100.00. Additional \$35.00 for expedited services. Made payable to the Arizona Corporation Commission.
☐ Execute check.

Publication

- ☐ You must publish a copy of your articles of Domestication in a newspaper of general circulation in the county of the known place of business in Arizona, for three (3) consecutive publications. A list of acceptable newspapers in each county will accompany the approval letter and is posted on the Commission web site at www.cc.state.az.us/corp. **Do not** publish until documents have been approved.
☐ File Affidavit of Publication with the Arizona Corporation Commission.

ARTICLES OF DOMESTICATION
OF A NON-TAX-EXEMPT
NONPROFIT CORPORATION

[Name of Corporation]

1. Name.

The name of the Corporation is _____.

2. Original Incorporation.

The Corporation was originally incorporated in the State of _____ and the date of its incorporation in that state was _____, _____.

3. Documents Furnished.

The official in charge of corporate filings in the jurisdiction in which the Corporation was previously incorporated will be provided with a copy of the Articles of Domestication filed in the State of Arizona.

4. Purpose.

The purpose for which the corporation is organized to engage in any or all lawful activities for which nonprofit corporations may be incorporated under the laws of Arizona, as they may be amended from time to time.

5. Character of Affairs

The Character of Affairs of the corporation will

be: _____

6. Board of Directors.

The board of directors currently consist of _____ director(s). The name(s) and address(es) of the person(s) who is(are) to serve as the director(s) until the first annual meeting of the members, if a member corporation, or Board of Directors, if the corporation has no members, or until his(her)(their) successor(s) is(are) elected and qualifies is(are):

Board of Directors Continued

_____	_____
_____	_____
_____	_____

The number of persons to serve on the board of directors thereafter shall be fixed by the Bylaws.

7. Known Place of Business in Arizona

The street address of the known place of business of the Corporation is:

8. Statutory Agent. (In Arizona)

The name and address of the statutory agent of the Corporation is:

9. Members (Check One)

The corporation _____ will _____ will not have members.

10. Adoption.

These Articles of Domestication have been adopted in accordance with A.R.S. §10-3221. They were adopted by the Board of Directors on _____, _____ and by the members, if the corporation has members, on _____, _____.

11. Acceptance of State Laws.

Upon transfer of domicile of the Corporation to Arizona, the Corporation accepts and will be subject to the laws of Arizona.

12. Shares. ☐ (check this box, if this provision will apply to your corporation.)

All issued shares have been converted and designated as membership interests in the corporation. Hereafter, the corporation shall not have, nor issue shares.

DATED this _____ day of _____, _____.

[Name of Corporation]

By _____

[Name] [Title]

Pursuant to A.R.S. §10-3223, these Articles of Domestication are accompanied a Certificate of Disclosure, and a Certificate of Good Standing duly authenticated by the official having custody of the corporate records in the jurisdiction in which the corporation was originally incorporated.

**Acceptance of Appointment
By Statutory Agent**

The undersigned hereby acknowledges and accepts the appointment as statutory agent of the above-named corporation effective this _____ day of _____, _____.

Signed _____

[Print Name Here]

[If signing on behalf of a company serving as statutory agent, print company name here]